

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI  
JACKSON DIVISION**

<b>OLIVIA Y., et al.,</b>	)	
	)	
<b>Plaintiffs,</b>	)	
	)	
<b>v.</b>	)	<b>3:04-CV-251-HSO-FKB</b>
	)	
<b>TATE REEVES, as Governor of the State of Mississippi, et al,</b>	)	
	)	
<b>Defendants.</b>	)	

**DECLARATION OF MICHAEL J. BENTLEY**

Michael J. Bentley, an attorney of record in this civil action, makes this declaration under penalty of perjury and under 28 U.S.C. § 1746.

1. I am a partner in the law firm Bradley Arant Boult Cummings LLP (“Bradley) in the firm’s Jackson, Mississippi office.
  
2. As demonstrated by my resume, submitted as Attachment A to this Declaration and incorporated herein, I am a 2007 summa cum laude graduate of the Mississippi College School of Law. After graduating, I clerked for one year on the United States Court of Appeals for the Fifth Circuit, for the Hon. Judge Leslie Southwick.
  
3. I have been at Bradley since completing my federal clerkship. Since joining Bradley, I have gained a wealth of experience practicing in state and federal trial courts and before state agencies, primarily in commercial matters. But I have focused my practice on appellate litigation. I have handled numerous



appeals and have argued before the Mississippi Supreme Court, the Mississippi Court of Appeals, and the U.S. Fifth Circuit Court of Appeals. I am a co-founder and former Chair of the Appellate Section of the Mississippi Bar and currently serve on the Fifth Circuit Bar Association Board of Governors.

4. During my years of law practice, I have become familiar with billing rates, billing practices, and the setting and collection of legal fees in a variety of circumstances, including cases presenting professional demands, factual and legal complexity, and risk and expense levels comparable to the present case. I have derived this knowledge from personal experience negotiating fee agreements with sophisticated consumers of legal services, billing and collecting fees from clients in the legal marketplace, and regularly representing plaintiffs and defendants on an hourly rate basis as well as on contingent or hybrid hourly/contingent fee agreements. I have also derived this knowledge from management responsibilities at my law firm, bar activities at the local, state, and national level, and practice experience supervising other lawyers and law firms.
5. I am familiar with my firm's policies and practices governing the recording and maintenance of time records. I am also familiar with hourly rates that Bradley Arant customarily charges for professional services. It is Bradley Arant's regular practice to bill clients for work performed by paralegals as well as lawyers. In my experience, this is standard practice among other law firms in Mississippi.

6. Attachment B to this Declaration is a compilation of billable hours devoted to this matter by Bradley Arant lawyers and paralegals from January 1, 2022 through June 30, 2022. This compilation includes charges for the legal services rendered, based on hourly rates that are discussed in paragraph 9 of this Declaration. This compilation was generated from entries created in the ordinary course of Bradley Arant's business by persons with actual knowledge of the events recorded at or about the time of those events, and which have been maintained in the ordinary course of Bradley Arant's business. I believe this compilation to be a reasonably reliable account of the work that it reflects.
7. Our firm establishes standard hourly rates for legal services performed by lawyers and paralegals. My lowest established hourly rate for work performed in 2021 was \$445.00. That rate is more than the discounted hourly rates of \$325 that I seek here.
8. Based on my experience and knowledge, the fee request contained in Attachment B is fair and reasonable for the legal services performed by lawyers in Mississippi in matters of equivalent significance requiring similar skill and judgment.
9. I am generally familiar with fee requests and fee awards made in other Rule 23 cases in this judicial district. Given the risks apparent at the outset of this case, the costs required to prosecute these claims, and the period of time required to litigate this matter, it is my opinion that counsel with the experience and qualifications needed to perform the work and to make the investment

required in this case would have found this endeavor unattractive from a cost and risk perspective, considering the out-of-pocket expenses advanced by Plaintiffs and the fact that class counsel's compensation was entirely contingent upon prevailing in this action.

I declare under penalty of perjury of the laws of the United States that the foregoing is true and correct.

Executed this the 3<sup>rd</sup> day of February, 2023 in Jackson, Mississippi.

/s/ Michael J. Bentley  
Michael J. Bentley  
*Attorney for Plaintiffs*



## Michael J. Bentley

### Partner



Michael Bentley is a partner in the Jackson, Mississippi office, where he concentrates his practice on appeals and litigation, with an emphasis on healthcare litigation, zoning law, and complex commercial disputes. He has been recognized by *Chambers USA*, *The Best Lawyers in America*®, and *Benchmark Litigation* as one of Mississippi's leading litigators and appellate practitioners.

Michael regularly serves as lead appellate counsel, a role that often begins at trial where he assists in developing legal strategy, handles critical motions, and advises on error-preservation. He has argued numerous appeals, including *Reeves v. Gunn*, a constitutional challenge to the governor of Mississippi's line-item veto power; *American Tower v. Marshall County, Miss.*, a case establishing the proper procedure for appealing a county's denial of a special exception to its zoning ordinance; and *Express Oil Change, LLC v. Mississippi*, which struck down a state ban on the use of a trade name and service mark as an unconstitutional restriction on commercial speech. In addition to his active appellate practice, Michael serves on the Board of Governors for the Fifth Circuit Bar Association. Prior to joining the firm, Michael clerked for Judge Leslie H. Southwick at the Fifth Circuit Court of Appeals.

His litigation experience ranges from class actions and commercial disputes to tax protests, premises liability cases, zoning contests, Section 1983 civil rights suits and constitutional claims. Michael has extensive experience in healthcare litigation, including defense of private correctional healthcare providers operating in state prison systems and representing payors in contract and claim disputes. He recently served as lead counsel on medical and mental healthcare claims in *Dockery v. Hall*, a six-week federal class action trial that resulted in a defense judgment for his client. He has also represented healthcare providers in regulatory investigations, administrative proceedings, and litigation.

From 2000 to 2004, Michael served in state government, first as an aid to Mississippi Gov. Ronnie Musgrove and later as office manager for the State Superintendent of Education. As a member of the governor's staff, Michael was responsible for constituent communications and legislative affairs; he was also the governor's liaison to county and municipal governments.

In addition to his law practice, Michael remains active in bar associations and

#### Jackson

P: 601.592.9935

F: 601.592.1435

mbentley@bradley.com

#### Practices

Appellate  
Litigation  
Class Action Litigation  
Healthcare Litigation

#### Education

Mississippi College School of Law, 2007, *summa cum laude*, J.D.  
Millsaps College, 2000, *magna cum laude*, B.A.

#### Licensed In

Mississippi

#### Admitted In

United States Supreme Court  
United States Court of Appeals, 4th Circuit  
United States Court of Appeals, 5th Circuit  
United States Court of Appeals, 11th Circuit  
United States District Court,

**EXHIBIT**  
**A**

community organizations, having served on the boards of the Mississippi Symphony Orchestra, Mississippi Association of Partners in Education, and the Millsaps College Arts & Lecture Series. He has been recognized by the *Mississippi Business Journal* as a “Leader in Law” (2020) and one of Mississippi’s “Top 40 Under 40” business leaders (2014). In 2011, he was named “Young Lawyer of the Year” by his alma mater, Mississippi College School of Law, for his contributions to the legal community.

Michael graduated *summa cum laude* from Mississippi College School of Law, where he served as articles editor for the *Mississippi College Law Review* and was a member of the Moot Court Board, and graduated *magna cum laude* with a B.A. in political science from Millsaps College.

Northern District of  
Mississippi  
United States District Court,  
Southern District of  
Mississippi

## Clerkships

United States Court of  
Appeals, 5th Circuit

## Experience

## Featured Cases



Amicus Brief: Low-Income Parties Shouldn't Pay a "Pauper's Price" for Access to Federal Courts



Bradley Partner Michael Bentley Helps Give Teenaged Convict a Second Chance



Bradley Wins Reversal of \$14 Million Jury Verdict Against American Optical  
PRODUCT LIABILITY

### APPELLATE LITIGATION

***American Tower Asset Sub, LLC v. Marshall Cty.*, 324 So. 3d 300 (Miss. 2021)**

Successfully represented wireless tower operator in appeal raising issue of first impression regarding trial court's power to dismiss zoning challenge brought against competitor tower company.

***Reeves v. Gunn*, 307 So. 3d 436 (Miss. 2020) (en banc)**

Represented the governor of Mississippi in successful appeal affirming governor's power to exercise line-item veto on appropriations bill and limiting legislators standing to challenge gubernatorial vetoes.

***Mullennix v. Menard*, 236 A.3d 171 (Vt. 2020)**

Successfully represented state corrections officials and private healthcare provider in reversing trial court's certification of a statewide prisoner class challenging Vermont's medication-assisted treatment program for opioid dependent inmates.

***O'Bryant v. Walgreen Co.*, 802 Fed. Appx. 826 (5th Cir. 2020)**

Successfully represented store owner in premises liability suit by customer seeking damages for injuries sustained when he was struck by another customer's car outside of the store.

***Araujo v. Bryant*, 283 So. 3d 73 (Miss. 2019)**

Successfully represented charter school in suit establishing constitutionality of Mississippi's charter school law.

***Express Oil Change, LLC v. Miss. Bd. Of Licensure for Prof'l Engineers & Surveyors*, 916 F.3d 483 (5th Cir. 2019)**

Successfully represented regional automotive services provider in constitutional commercial speech challenge to state's ban on company's use of the "Tire Engineers" trade name and service mark.

***Regions Financial Corporation v. Patricia Hall Sheppard, et al.*, No. 2017-CA-00619-SCT (Miss. S. Ct. 2018)**

Lead counsel in appeal of \$6.4 million judgment against bank in breach of trust case alleging principal disbursements in violation of trust terms, and assisted in negotiation of settlement after oral argument.

***Vann v. City of Southaven*, 884 F.3d 307 (5th Cir. 2018)**

Successfully petitioned for en banc rehearing of decision denying qualified immunity to police officer involved in fatal shooting of suspected drug dealer.

***TNHYIF REIV Golf LLC v. Forrest Cty.*, 275 So. 3d 92 (Miss. Ct. App. 2018)**

Successfully represented multi-family property owner in taxpayer appeal challenging county assessor's use of hypothetical valuation model.

***Chamberlin v. Fisher*, 885 F.3d 832 (5th Cir. 2018) (en banc)**

Pro-bono appellate counsel for death row inmate in federal habeas appeal challenging discrimination in jury selection.

***JRA One, LLC v. City of Ridgeland*, No. 2016-CA-00079-SCT (Miss. S. Ct. 2017)**

Lead trial and appellate counsel for multi-family property owner in constitutional challenge to zoning ordinance restricting density in residential districts, which

***Lefoldt v. Horne, L.L.P.*, 853 F.3d 804 (5th Cir. 2017)**

Successfully represented auditing firm in appeal in case of first impression regarding public hospital's authority to enter binding arbitration agreement with its auditor.

***American Optical Corp. v. Estate of Rankin*, 227 So. 3d 1062 (Miss. 2017)**

Successfully represented respirator manufacturer in appeal of \$14 million jury verdict for worker alleging harmful exposure to silica.

***Thomas v. Chevron U.S.A., Inc.*, 212 So. 3d 58 (Miss. 2017)**

Lead appellate counsel for premises owner in appeal of case of first impression regarding immunity afforded by statutory employer provision of Mississippi Workers' Compensation Act to owner who obtains Owner Controlled Insurance Program (OCIP).

***New Orleans Glass Co. v. Roy Anderson Corp.*, 632 Fed. Appx. 166 (5th Cir. 2015)**

Successfully represented general contractor in appeal from order denying arbitration, obtaining reversal and order compelling arbitration in construction dispute with condominium owners.

***Kinsale Ins. Co. v. Georgia-Pacific LLC*, 795 F.3d 452 (5th Cir. 2015)**

Successfully represented policyholder in appeal from an adverse insurance-coverage decision. In a case of first impression, the appellate court adopted policyholder's position that an "insured versus insured" exclusion in a CGL policy does not bar coverage for pass-through indemnity claims among insureds.

***Otis Elevator Co. v. W.G. Yates & Sons Construction Co.*, 589 Fed. Appx. 953 (11th Cir. 2014)**

Successfully represented general contractor in appeal from a breach of contract judgment, winning reversal of judgment on subcontractor's failure to seek pre-bid clarification and remand for a new trial on contractor's damages.

***Baker & McKenzie, LLP v. Evans*, 123 So.3d 387 (Miss. 2013)**

Successfully represented international law firm in appeal of \$100 million legal malpractice verdict, the largest such verdict in Mississippi history.

**GENERAL AND COMMERCIAL LITIGATION**

***Heritage-Cyrstal Clean, LLC v. Grigsby*, 3:20-cv-145 (S.D. Miss. 2021)**

Represented environmental services company in suit to enforce non-compete agreement with former branch manager who joined competitor company.

***Dockery v. Hall*, 443 F. Supp. 3d 726 (S.D. Miss. 2019)**



Lead trial counsel on healthcare, mental healthcare, and solitary confinement claims in six-week class action trial challenging conditions of confinement at state prison.

***In re Benford, No. 2017-043 (Miss. Dental Board 2018)***

Counsel for dentist in regulatory enforcement proceeding challenging extraction practices.

***AWAI, LLC v. Heritage-Crystal Clean, LLC, No. 3:17-cv-523 (S.D. Miss. 2018)***

Lead counsel for environmental services company in suit alleging breach of lease agreement and environmental contamination.

***In re Burnham's Vital Care, Inc. (Miss. Div. of Medicaid 2017)***

Counsel for specialty pharmacy in successful administrative appeal of insurer's failure to fully reimburse pharmacy for home-infusion therapy drugs as required by state law.

***Phillips v. Miss. Power Co., No.113-0082 (Miss. Circuit Ct. 2017)***

Lead trial counsel for pipeline contractor in suit by landowner alleging trespass and false arrest.

***Otis Elevator Co. v. Yates & Sons Construction Co., 2016 WL 826731 (N.D. Ala. 2016)***

Trial counsel for general contractor in successful suit for damages and attorneys' fees following appellate reversal of verdict for subcontractor who installed incorrect escalators.

***Town of Gloster, Miss. v. Georgia-Pacific, LLP, No. 12-cv-066-J (Miss. Circuit Ct. 2013)***

Trial counsel for plywood-plant operator Georgia-Pacific in suit alleging commercial property losses exceeding \$10 million. Case settled successfully.

## Accolades

- Listed in *The Best Lawyers in America*®
  - "Lawyer of the Year," Litigation- Construction, 2023
  - "Lawyer of the Year,"- Appellate Practice, 2023
  - Appellate Practice, 2019-2023
  - Commercial Litigation, 2017-2023
  - Litigation – Construction, 2019-2023
  - Litigation – Land Use and Zoning, 2019-2023
  - "Lawyer of the Year," Litigation- Construction, 2023
  - "Lawyer of the Year,"- Appellate Practice, 2023
- Listed in *Chambers USA*, Litigation: Appellate, 2020-2022
- Listed in *Mid-South Super Lawyers*

- Appellate, 2020-2021
  - "Rising Star," Appellate, 2014-2017
- Listed in *Benchmark Litigation*
  - "Under 40 Hot List," 2016-2018
  - "Future Star," Mississippi, 2015-2016, 2018-2021
  - "Litigation Star", 2023
- Listed in *Mississippi Business Journal's* "Top 40 Under 40," 2014
- Adjunct Professor of Legal Writing, Mississippi College School of Law, 2008-2011

## You May Not Know

Michael is a native of Meridian, Mississippi, and a third generation graduate of Millsaps College, where he played varsity golf. Before law school, Michael served as an aide to Gov. Ronnie Musgrove, where he learned the ins and outs of Mississippi government. Today, Michael lives in Fondren with his wife, Sarah, and their two sons, Rabb and Lewis. He is an avid reader of history and presidential biographies. In his spare time, Michael coaches moot court at Mississippi College School of Law.

## Professional & Community Activities

American Bar Association

Mississippi Bar Association

Appellate Practice Section, Chair, 2013-2014

Young Lawyers Division, Board of Directors, 2011-2013

Fifth Circuit Bar Association, Board of Governors, 2014-present

Capital Area Bar Association

Jackson Young Lawyers Association, President, 2013-2014

Mississippi Association of Partners in Education

President, 2012-2014

First Vice-President, 2010-2012

Board of Directors, 2009-2010

Millsaps College Arts and Lecture Series

Board of Directors, 2011-present

Charles Clark Chapter of American Inns of Court, 2010-2012



Bradley Arant Boult Cummings LLP

Bradley Pro Bono

August 10, 2022  
Invoice No. 1587325

Matter No. 999000-301268  
Re: ABetterChildhood

For professional services posted through June 30, 2022

### Current Invoice Summary

Current Professional Services	\$48.00
Current Expenses	\$0.00
<b>Current Invoice</b>	<b>\$48.00</b>

Thank you for your business.

**EXHIBIT**  
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Bradley Arant Boult Cummings LLP

## Invoice Detail

Bradley Pro Bono  
Re: **ABetterChildhood**

Matter No. 999000-301268

Page 2

August 10, 2022

Invoice No. 1587325

For legal services posted through June 30, 2022

### Professional Services

Date	Description	Tkpr	Hours	Rate	Amount
1/4/22	Finalize reply brief; electronically submit reply brief to court for filing and services	JGAL	0.40	120.00	48.00
<b>Total Professional Services</b>					<b>\$48.00</b>

### Expenses

Date	Description	Amount
1/20/22	COMPUTERIZED LEGAL RESEARCH-WESTLAW Westlaw User: DRINKWATER,W W	0.00
4/28/22	COMPUTERIZED LEGAL RESEARCH-WESTLAW Westlaw User: DRINKWATER,W W	0.00
5/4/22	COMPUTERIZED LEGAL RESEARCH-WESTLAW Westlaw User: DRINKWATER,W W	0.00
<b>Total Expenses</b>		<b>\$0.00</b>

### Timekeeper Summary

Timekeeper	Initials	Title	Hours	Rate	Amount
Jeannette Altobelli	JGAL	Paralegal	0.40	\$120.00	\$48.00
<b>Total Professional Services</b>					<b>\$48.00</b>